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(Rev. 03/01)



U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 5/31/2002)

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Optron, Inc.

2. Name and address of receiving party(ies)

Name: Optek Technology, Inc.

Internal Address: _____

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Street Address: 1215 W. Crosby Road

City: Carrollton State: TX Zip: 75006

Execution Date: 11/17/1988

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

B. Patent No.(s)

4,737,710

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Natascha B.M. Feenstra

Internal Address: Torys LLP

Street Address: 237 Park Avenue

City: New York State: NY Zip: 10017 3142

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Natascha B.M. Feenstra
Name of Person Signing

Signature

7/11/02
Date

Total number of pages including cover sheet, attachments, and documents: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

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PATENT
REEL: 013056 FRAME: 0916

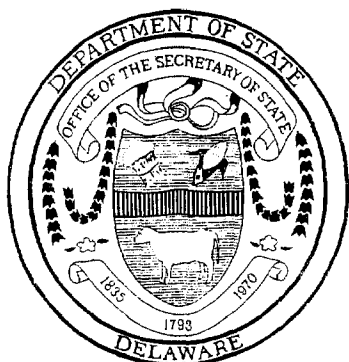


Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP OF OPTEK TECHNOLOGY, INC., A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, MERGING OPTRON, INC. A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF TEXAS, PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF NOVEMBER, A.D. 1988, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

* * * * *



913175279

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: *3233920

DATE: 11/13/1991

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FILED

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10am

CERTIFICATE OF OWNERSHIP AND MERGER
OF
OPTRON, INC.
INTO
OPTEK TECHNOLOGY, INC.

OPTEK TECHNOLOGY, INC., a corporation organized and existing under the General Corporation Laws of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations to the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Optek Technology, Inc.	Delaware
Optron, Inc.	Texas

SECOND: That the Corporation is the owner of 100 shares of the issued and outstanding stock of Optron, Inc., being all of the issued and outstanding capital stock of Optron, Inc.

THIRD: That the respective laws of the states under which the Corporation and Optron, Inc. are incorporated permit such Merger.

FOURTH: That pursuant to authority conferred upon the Board of Directors of the Corporation by Section 253 of the General Corporation Law of Delaware and Article 5.16 of the Texas Business Corporation Act, said Board of Directors duly

adopted on October 24, 1988, resolutions providing for the merger into the Corporation of Optron, Inc., which resolutions are as follows:

RESOLVED, that Optron, Inc., the wholly owned subsidiary of the Corporation, be merged into the Corporation and that the Corporation assume all of the obligations of Optron, Inc., pursuant to Section 259 of the General Corporation Law of the State of Delaware and Article 5.06 of the Texas Business Corporation act; and be it

FURTHER RESOLVED, that the President and the Secretary of the Corporation be, and they hereby are, authorized and directed to take all such further actions as may be necessary to effect such merger.

FIFTH: That the name of the surviving corporation of the merger is Optek Technology, Inc., a Delaware corporation, and its registered agent and the address of its registered agent in Delaware are The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

SIXTH: That the Certificate of Incorporation of Optek Technology, Inc., a Delaware corporation, shall be the Certificate of Incorporation of the surviving corporation.

SEVENTH: That the Corporation, as the surviving corporation, hereby: (a) agrees that it may be served with process in the State of Texas in any proceeding for the enforcement of any obligation of Optron, Inc., and in any proceeding for the enforcement of the rights of a dissenting shareholder of Optron, Inc., against the Corporation; (b) irrevocably appoints the Secretary of State of Texas as its agent to accept service of process in any such proceeding; and (c)

agrees that it will promptly pay to the dissenting shareholders of Optron, Inc., the amount, if any, to which they shall be entitled under the provisions of the Texas Business Corporation Act with respect to the rights of dissenting shareholders.

IN WITNESS WHEREOF, the Corporation has caused its corporate seal to be affixed and this certificate to be signed by James D. Crownover, its President, and Tom Barnes, its Secretary, on this 2nd day of November, 1988.

OPTEK TECHNOLOGY, INC.

By James D. Crownover
James D. Crownover, President

ATTEST:

By Tom Barnes
Tom Barnes, Secretary

THE STATE OF TEXAS §
§
COUNTY OF DALLAS §

BE IT REMEMBERED, that on this 2nd day of November, 1988, personally came before me, a Notary Public in and for the County and State aforesaid, JAMES D. CROWNOVER, President of OPTIK TECHNOLOGY, INC., a corporation of the State of Delaware, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, executed said certificate before me and declared and acknowledged the said certificate to be his act and deed and the act and deed of said corporation and the facts stated therein to be true; and that the seal affixed to said certificate and attested by the Secretary of said corporation is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

Mary L. Sanderford
Notary Public in and for
the State of Texas

My Commission Expires:

April 17, 1992

MARY L. SANDERFORD
Printed Name of Notary